

1 A. I have what you might think of as a Blackberry.

2 Q. I would just ask that you don't utilize that  
3 Blackberry as a form of communication for this  
4 deposition. Okay?

5 A. I'll turn it off as we speak. Hang on.

6 MR. SEEGULL: Probably be a good idea  
7 anyway. I'm likely to be interrupted. All right.

8 Q. As far as communications with Mr. Seegull and  
9 Mr. Raimos goes, now that we have started the deposition,  
10 you can't communicate to them about your testimony in any  
11 way. That includes any type of nonverbal communications  
12 such as passing notes and nodding of heads and things  
13 like that. And I'm not making an inference that either  
14 Tyler or Larry would do that. It's just that I wanted to  
15 make it clear to you.

16 MR. SEEGULL: Tim, Tyler's last name is  
17 Raimo.

18 MR. WILSON: I was adding the S. My  
19 apologies, Tyler.

20 MR. SEEGULL: Before we go on, I wanted to  
21 get back to you about the Nick Wilkinson affidavit.

22 MR. WILSON: Yes.

23 MR. SEEGULL: I saw that you still want to  
24 take his deposition.



1 MR. WILSON: Yes.

2 MR. SEEGULL: On what basis do you want to  
3 take his deposition, given what he said in the affidavit  
4 about his lack of knowledge?

5 MR. WILSON: Well, I've run it past my  
6 clients and they seem to think that he has more knowledge  
7 than he has indicated in the affidavit.

8 MR. SEEGULL: But this is a business  
9 executive, and if this is nothing more than a fishing  
10 expedition, it doesn't seem to make a lot of sense.

11 MR. WILSON: I don't think it's a fishing  
12 expedition. I think it's a deposition and we're entitled  
13 to take it and my clients want him to be deposed.

14 MR. SEEGULL: I don't know what personal  
15 knowledge he could have, given what he's already  
16 testified to.

17 MR. WILSON: All I can say is we will take  
18 his deposition and I'll bring out some documents and  
19 question him on it, and if he doesn't have the knowledge,  
20 he doesn't have the knowledge, but I should be entitled  
21 to ask him the questions.

22 MR. SEEGULL: Maybe when we finish with  
23 this deposition, you can check your calendar for next  
24 week and see what availability you have.



1 MR. WILSON: Okay.

2 MR. SEEGULL: Maybe for Friday --

3 MR. WILSON: Okay.

4 MR. SEEGULL: -- of next week.

5 MR. WILSON: All right.

6 MR. SEEGULL: Then I can talk about it with  
7 you offline.

8 MR. WILSON: Great.

9 BY MR. WILSON:

10 Q. Mr. Owen, is your name Owen or Owens?

11 A. It's Owen.

12 Q. I'm going to give you some instructions about  
13 how the deposition is going to proceed before I actually  
14 start asking you questions. Okay?

15 A. Okay.

16 Q. I'm going to be asking you questions pertaining  
17 to this lawsuit, and when you respond, you must do so  
18 verbally. Obviously, this is on the telephone, so it  
19 makes it a little more difficult for the court reporter.

20 As you know, you have been sworn in and  
21 your testimony is under oath. So you must answer  
22 truthfully just as if you were in court. If you don't  
23 hear a question or don't understand it, let me know and I  
24 will ask it again or explain it.



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1 Please let me finish asking the question  
2 before you answer, and I will let you finish answering  
3 before I ask another question. That way, just makes the  
4 transcript cleaner.

5 If at any time you come to realize that a  
6 statement you made is incorrect or inaccurate, please let  
7 me know and you will be permitted to clarify the record.  
8 As I stated, you cannot talk or confer with your  
9 attorneys during the deposition either while the  
10 deposition is going on or during the breaks if we take  
11 any breaks.

12 With respect to breaks, if at any time you  
13 need one to use the restroom or to get a drink of water  
14 or for any reason, just let me know and we will be glad  
15 to oblige you.

16 Do you understand these instructions?

17 A. Yes.

18 Q. I want to start with some background  
19 information. Can you tell me where you were born and  
20 what your birth date is?

21 A. I was born in Rahway New Jersey, and my  
22 birthday is 6 of May, 1957.

23 Q. What's your Social Security number?

24 A. 149-52-4653.



1 Q. Your current address?

2 A. 9501 Atwood, A-t-w-o-o-d, Road, Vienna,  
3 Virginia, 22182.

4 Q. Is that Vienna?

5 A. V-i-e-n-n-a, yes. I also spend a good portion  
6 of my time in London. But that is my home mailing  
7 address.

8 Q. Are you in London on business?

9 A. Yes. I'm living in a corporate apartment in  
10 London.

11 Q. What's your address in London?

12 A. 1202 Whitehouse, one word, Whitehouse  
13 Apartments, 9 Belevedere, B-e-l-v-e-d-e-r-e, Road,  
14 London, and the Post Code is SE18YW.

15 Q. Approximately how much time a year do you spend  
16 in London?

17 A. About eight months out of twelve.

18 Q. With respect to your Vienna address, how long  
19 have you lived there?

20 A. About three and a half years now.

21 Q. You own?

22 A. Yes.

23 Q. Have you ever been arrested?

24 A. No.



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1 Q. Did you serve in the military?

2 A. No.

3 Q. Did you go to college?

4 A. Yes.

5 Q. Where did you go?

6 A. Michigan State University.

7 Q. Did you graduate?

8 A. Yes.

9 Q. What was your degree?

10 A. Bachelor's in mechanical engineering and  
11 Master's in mechanical engineering.

12 Q. Both from Michigan State?

13 A. That's correct.

14 Q. Did you graduate with any sort of honors?

15 A. No. Dean's list, I guess. I don't know if  
16 that's honors.

17 Q. Yeah, that's an honor.

18 What year did you get your undergraduate  
19 degree?

20 A. 1979.

21 Q. And your Master's?

22 A. 1981.

23 Q. Are you presently employed by CSC?

24 A. Yes.



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1 Q. What is your job title?

2 A. Group President and Account Executive for BAE  
3 Systems.

4 Q. What's BAE Systems?

5 A. That's the name of a company I support. It  
6 used to be formerly known as British Aerospace and  
7 Marconi and they go by the name capital B, capital A,  
8 capital E Space Systems.

9 Q. What does that group do?

10 A. The company itself is a defense electronics and  
11 weapons system company similar to Lockheed or General  
12 Dynamics, and I'm running the outsourcing engagement we  
13 have with them worldwide, and their U.S. headquarters is  
14 in Rockville, Maryland, and their U.K. headquarters is in  
15 London.

16 Q. Is this a subsidiary of CSC or is it CSC?

17 A. BAE Systems is not CSC. They're a client of  
18 CSC's and I'm the account exec. that runs the piece of  
19 our business that supports them and does business with  
20 them.

21 Q. I see. How long have you held this title?

22 A. A little over a year.

23 Q. What did you do before that?

24 A. I was the group president of Global



1 Infrastructure Services for CSC.

2 Q. Can you tell me what Global Infrastructure  
3 does?

4 A. Global Infrastructure Services provides the  
5 services that are resold to each of our clients through  
6 account teams like the one I run presently. And so the  
7 people who do what we categorize as infrastructure  
8 services, which would be networks, desktop, data center  
9 work, midrange systems architectures, all of the  
10 infrastructure-related nonapplication services, those  
11 employees report to Global Infrastructure Services and  
12 are assigned to account teams, and our job is to ensure  
13 that they have the tools and the training and the  
14 technology they need. And we run all of what we call  
15 leveraged facilities, data centers, help desks, things  
16 like that, that are used by multiple clients. So we are  
17 a supplier to the account executives to provide services  
18 to our client base.

19 Q. How long did you hold that position?

20 A. Three years, roughly.

21 Q. What did you do before that?

22 A. I was the president of the Chemical Group.

23 Q. That's with CSC, as well?

24 A. That's correct. At the time it was a separate



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1 division of CSC in Wilmington, Delaware, that supported  
2 all of our chemical and energy accounts.

3 Q. What do you mean by "supported"?

4 A. It's the business unit that provides services  
5 to those clients.

6 Q. How long were you in that position?

7 A. I was two years as the president of the  
8 Chemical Group and before that I was in a similar  
9 position as the account executive for the DuPont account  
10 as a vice president.

11 Q. When you say vice president for the DuPont  
12 account, would there have been an interrelationship with  
13 that with the employees that came from DuPont and began  
14 working for CSC?

15 A. The original contract was signed just prior to  
16 my coming on board, and Mike Beebe was the president  
17 responsible for that at the time. I joined the account  
18 and took it over a year after we signed and brought all  
19 the employees over, and I ran it for two years, reporting  
20 to Mike Beebe, who was the president of the Chemical  
21 Group, and then I replaced him two years later.

22 Q. So that would have been in about 1998?

23 A. Roughly, yes. I'm afraid I'd have to go back  
24 and do the math. That's about right.



1 Q. Are you saying you weren't involved in the  
2 transition of the employees?

3 A. I was not involved in the initial transition.  
4 I joined the account about a year later. I was involved  
5 in some subsequent transitions in Europe and some of the  
6 fibers employees as we expanded the account, but the  
7 large base transfer I believe occurred in '97.

8 Q. Can you tell me what you did to prepare for  
9 today's deposition?

10 A. I read some of the e-mail traffic and notes and  
11 things that were provided to me by my attorney that were  
12 the same ones, I believe, that were provided to you. But  
13 that's about it. I'm afraid I'm very busy.

14 Q. Did you meet with Mr. Seegull?

15 A. I spoke with him on the phone in preparation  
16 for your previously scheduled deposition and he explained  
17 the ground rules to me.

18 MR. SEEGULL: Don't get involved with what  
19 we discussed.

20 Q. How long did you speak to Mr. Seegull?

21 A. About an hour.

22 Q. You haven't had any discussions with him since?

23 A. Just about 40 minutes in anticipation of this  
24 call. I got into town on Friday and we just sat down and



1 again went over the documents that --

2 MR. SEEGULL: Don't get into what we  
3 discussed.

4 Q. Do you recall what documents you reviewed?

5 A. Not off the top of my head. I mean, they're  
6 just some e-mails and things like that.

7 Q. Did you review any of the deposition  
8 transcripts given by the plaintiffs in this lawsuit?

9 A. I have not.

10 Q. Did you talk to anybody other than Mr. Seegull  
11 to prepare for this deposition?

12 A. I guess briefly to Tyler, but no.

13 Q. When did you speak to Tyler?

14 A. This morning.

15 Q. For how long?

16 A. Five minutes, I guess. Say hello, sat down in  
17 here.

18 Q. Have you talked to anybody in general about  
19 this lawsuit? What I mean by "in general," I mean not  
20 necessarily in preparation for the deposition.

21 A. No, I have not.

22 Q. Mr. Owen, do you have an understanding of what  
23 this lawsuit's about?

24 A. I believe a high-level understanding, yes.



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1 Q. Can you give me what your understanding is?

2 A. I understand that we have some employees who  
3 were unhappy about how their individual cases were  
4 treated when the AMIP program was updated.

5 Q. Can you explain what you mean by that they were  
6 unhappy with how they were treated?

7 A. Not really, other than I guess they filed a  
8 lawsuit and we're here to discuss that.

9 Q. Do you understand that they were unhappy  
10 because they were removed from the program retroactively?

11 A. I do know they were removed from the program,  
12 yes.

13 Q. Do you understand that they're upset because it  
14 was done retroactively?

15 MR. SEEGULL: Objection to the  
16 characterization as retroactive.

17 BY MR. WILSON:

18 Q. Do you understand that they're upset because  
19 they were notified in September of 2003 but the official  
20 start date was April of 2003?

21 A. I understand that they were upset that they  
22 were notified in September, yes.

23 Q. Are you involved in creating or reviewing any  
24 of CSC's Human Resources policies?



1 A. No. To explain my position --

2 MR. SEEGULL: You don't need to do that.

3 Wait for the next question.

4 THE WITNESS: Okay.

5 Q. Are you familiar with the AMIP program?

6 A. Yes.

7 Q. Do you have an understanding as to how it  
8 works?

9 A. I believe so, yes.

10 Q. Could you explain that to me?

11 A. Well, we have an annual incentive program for a  
12 select number of top employees and it's designed to  
13 incentivize employees who are in a position to really  
14 uniquely further or contribute to our corporate  
15 performance. It's an incentive program set up around  
16 defined objectives, and some of those are directed  
17 individually at the employees, some of them are  
18 corporate.

19 It's a program that runs through the course  
20 of the year. It's calculated and determined at the end  
21 of the year, generally in the May time frame, after we  
22 have closed our fiscal year and settled our financials  
23 and reported to the street. It's a compensation program  
24 based on a percentage of their salary and a determination



1 of achievement of their performance against goals at the  
2 end of the year.

3 Q. So am I correct in understanding that, if you  
4 meet certain goals, then you get a certain monetary  
5 award?

6 A. If you meet the goals and you are on the  
7 payroll at the end of the fiscal year, assuming you are  
8 correctly enrolled into the program, yes.

9 Q. Do you know how long CSC's had the AMIP bonus  
10 program?

11 A. Honestly, no, I don't. I joined CSC in 1992.

12 Q. It was in place when you joined?

13 A. That's correct.

14 Q. This program follows the CSC fiscal year,  
15 correct?

16 A. Yes.

17 Q. And that is from roughly April 1st through  
18 March 31st, correct?

19 A. That's correct.

20 Q. The individuals participating in the program  
21 have to be in that program at some point during the  
22 fiscal year; is that correct?

23 A. I'm sorry. Would you reask your question?

24 Q. Yes. An individual has to be in the program



1 during that fiscal year to get any sort of a payout,  
2 correct?

3 A. Yes. They have to be in the program during the  
4 fiscal year and they have to be on the payroll when the  
5 payout is calculated at the end of the year.

6 Q. If a person joins during the middle of the  
7 year, in other words, if they weren't in the program on  
8 April 1st, do they get paid for a full year or is it  
9 prorated?

10 MR. SEEGULL: April 1st of which year?

11 MR. WILSON: Of any year.

12 MR. SEEGULL: Objection. Vague and  
13 ambiguous and hypothetical.

14 MR. WILSON: You can answer, sir.

15 MR. SEEGULL: Go ahead and answer if you  
16 can, if you understand the question.

17 A. For exceptions such as someone we have  
18 recruited partway through the year, they would be put on  
19 the program, and I think the amount that they had in the  
20 program for that fiscal year would be proportional to the  
21 number of months they were on the payroll.

22 Q. It's calculated according to months?

23 MR. SEEGULL: Objection. Mischaracterizes  
24 the testimony.



1 BY MR. WILSON:

2 Q. Is it calculated based on months?

3 MR. SEEGULL: Objection. Mischaracterizes  
4 the testimony, vague and ambiguous, unclear what you mean  
5 by "is it calculated."

6 MR. WILSON: The AMIP.

7 MR. SEEGULL: Vague and ambiguous as to  
8 what you mean.

9 MR. WILSON: If you understand, sir, you  
10 can answer.

11 A. It's done very rarely. When an employee joins  
12 the company that we have recruited from a competitor in  
13 the outside world, for their first year, if we get them  
14 on the program and get them properly enrolled and signed  
15 up for objectives, their amount of AMIP-eligible bonus  
16 award is calculated based on the time of -- their number  
17 of months they're on the payroll in that first year.  
18 Again, assuming that they're still on the payroll and  
19 they have achieved the objectives as measured at the end  
20 of the year.

21 Q. So would the reverse be true? If, for  
22 instance, somebody is removed during the fiscal year,  
23 would they be entitled to an AMIP program prorated on the  
24 months that they were in the program?





1 A. No, they would not.

2 Q. Why is that?

3 A. The rules of the program are that you have got  
4 to be -- you have got to be on the payroll at the end  
5 when the calculation is made.

6 Q. But if they are still on the payroll --

7 A. I guess, hypothetically speaking, I don't have  
8 a clear recollection of dealing with that. Generally  
9 people who get enrolled in the program stay on it. If  
10 they're promoted or moved to another job, I would think  
11 they would still be on it. It's a rare circumstance when  
12 they're removed.

13 Q. I think you testified earlier, but I just want  
14 to make sure, the employees are compensated through this  
15 program based upon their contribution to the corporation.  
16 Correct?

17 A. I'm sorry. Could you -- it's a program where,  
18 based on the level and their ability to contribute,  
19 they're invited to it. It is based on some -- there's a  
20 way to allocate performance, individual objectives, and  
21 summary financial objectives. And, generally, their  
22 determination for eligibility is based on their ability  
23 to contribute. As you work through the process in the  
24 year, you assign specific tasks to them or specific



1 variables that their contribution is based on.

2 Q. An individual's participation or eligibility in  
3 the program is supposed to be evaluated annually,  
4 correct?

5 A. Yes, I believe so.

6 Q. When is that evaluation supposed to occur?

7 A. There's not generally a set time, but typically  
8 it's when the program is established each year.

9 Q. So would that be at the beginning of the fiscal  
10 year?

11 A. It may or may not be. It's when the final  
12 program structure and design is established and rolled  
13 out. So probably after the beginning of the fiscal year.

14 Q. Is there a communication made to every employee  
15 that he or she is eligible for the year whenever that  
16 determination is made?

17 A. I don't believe there's an eligibility  
18 discussion. I believe that the actual detailed  
19 discussion with the employee is when they sign the  
20 worksheets and they're countersigned by their  
21 supervisors.

22 Q. So there's no way of an employee knowing until  
23 the worksheet comes out as to whether or not he or she is  
24 participating?



1 A. I think there are ways on -- an employee can  
2 inquire. There's no formal sort of recommunication,  
3 reaffirmation of who's on and who isn't on an annual  
4 basis. But typically you will receive conversations  
5 around developing your personal objectives in advance and  
6 then in the summertime you will get a worksheet that is  
7 filled out to discuss and agree and sign off with your  
8 supervisor and that's when you're on the plan.

9 Q. Typically, once you're put on the plan, do you  
10 remain on the plan?

11 A. I think typically, yes, I think there might be  
12 rare instances if someone is laid off or a death in the  
13 family, that they might be removed or something like  
14 that.

15 Q. If somebody is removed, are they notified  
16 immediately or in relatively short order?

17 A. I have a hard time speculating on that. I  
18 think if it's around a given instance, I would assume  
19 there is communication. Something like a termination or  
20 a layoff.

21 MR. WILSON: Larry, do you have your  
22 documents yet?

23 MR. SEEGULL: Yes, we do.

24 Q. Mr. Owen, is the AMIP program an entitlement



1 program?

2 A. No, sir.

3 Q. What type of program is it?

4 A. It's an incentive program. It's subjective and  
5 more or less a privilege. But it is not an entitlement  
6 program.

7 Q. Who is William Bancroft?

8 A. William Bancroft, or Bill as he's normally  
9 called, I believe he's currently the vice president or  
10 senior vice president who's responsible for the North  
11 American accounts for Global Infrastructure Services.

12 Q. Would Mr. Bancroft be in a position to know  
13 whether it's an entitlement program?

14 A. I don't honestly know. When he worked for me,  
15 I made it pretty clear to him it was not.

16 MR. WILSON: Larry, I'd like to show him  
17 the document that Maja sent you over that would be  
18 document C.

19 MR. SEEGULL: Hold on a second. This would  
20 be the one that is an e-mail from -- on the bottom is an  
21 e-mail from Bill Bancroft to Gus Siekierka?

22 MR. WILSON: Yes.

23 MR. SEEGULL: The top is an e-mail from Gus  
24 to Russ?



1 MR. WILSON: Yes. Dated 6/25/03.

2 MR. SEEGULL: Yes. It's D-10451 --

3 MR. WILSON: Yes.

4 MR. SEEGULL: -- through D-10543?

5 MR. WILSON: Yes. I'm going to ask the  
6 court reporter to mark this as Owen 1.

7 (Owen Deposition Exhibit No. 1 was marked  
8 for identification.)

9 MR. WILSON: Mr. Owen, take your time and  
10 review that document.

11 MR. SEEGULL: Do you want him to review the  
12 last page, as well?

13 MR. WILSON: I have some questions on the  
14 last page. Mainly it's with Gary Lewis. The box that  
15 says "Gary Lewis," if he can look at that. But he's  
16 certainly entitled to read the whole thing.

17 THE WITNESS: I'm afraid, Tim, I'm  
18 forty-nine and I have a hard time reading the last page  
19 here.

20 MR. SEEGULL: We really can't read the last  
21 page.

22 MR. WILSON: Let's work on the first two  
23 pages first and then we will see what we can do with the  
24 last page.



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1 MR. SEEGULL: Let him have a chance to read  
2 it and once he's done with that, we will let you know.

3 MR. WILSON: Sure.

4 THE WITNESS: Okay.

5 BY MR. WILSON:

6 Q. You were sent the first e-mail on this first  
7 page, correct?

8 A. The top one, Gus Siekierka to me?

9 Q. Yes.

10 A. Yes, that's correct.

11 Q. The bottom one is from William Bancroft to  
12 Gus Siekierka, correct?

13 A. Right.

14 Q. In the paragraph labeled No. 1 in that second  
15 e-mail, four lines down in the middle says, "It is no  
16 longer entitlement." And they're discussing the AMIP  
17 program. Correct?

18 A. I see the phrase that you're referring to, yes.

19 Q. Do you believe that he's referring to the AMIP  
20 program?

21 A. I would speculate that he is because it is in  
22 that program. Bill Bancroft joined us from IBM. He's  
23 not particularly --

24 MR. SEEGULL: He only asked you if you



1 think he's referring to AMIP.

2 THE WITNESS: That would be my assumption,  
3 yes.

4 Q. Does this change your answer regarding whether  
5 it's an entitlement?

6 A. No.

7 Q. Why not?

8 A. I think the policy has always been clear and  
9 it's a long-standing practice in CSC that this is not an  
10 entitlement, that it's earned at the end of the year when  
11 objectives are met that you have agreed with your  
12 supervisor. And we have always consistently maintained  
13 that we can change the program and put people on and off  
14 it throughout the period of time that I have been with  
15 CSC.

16 Q. Does this indicate to you that there may have  
17 been some confusion among the CSC employees as to whether  
18 it was an entitlement or not?

19 A. My guess is that Bill misspoke, but I couldn't  
20 speak for him.

21 Q. Have you ever communicated with anybody else at  
22 CSC that thought this was an entitlement program?

23 A. No.

24 Q. What about salary, is the AMIP bonus program a



1 portion of an individual's salary?

2 A. No. It's a bonus that is paid -- that is  
3 payable at the end of the year and is calculated based on  
4 their salary, but it is not part of their salary.

5 Q. Who is Gary Lewis?

6 A. Gary Lewis, I actually don't know where he is  
7 now. I know who Gary Lewis is.

8 Q. Who was Gary Lewis in 2003?

9 A. I don't recall, honestly. I believe he was in  
10 the data centerpiece of the business, but I don't recall.

11 Q. Do you know why he would have been involved in  
12 discussions on the AMIP program?

13 A. The thought process that was around the period  
14 of time that this e-mail comes from, we were trying to  
15 redesign the e-mail program -- I'm sorry. We were trying  
16 to redesign the AMIP program, and Gus Siekierka, on  
17 behalf of three divisions in North America, was putting a  
18 team of people together to advise us and come up with  
19 what they thought would be correct ground rules and a  
20 fair approach. And there was quite an extensive  
21 back-and-forth between the various constituencies about  
22 how that program should be realigned with the way it is  
23 administered in most of the rest of the corporation and  
24 what levels to put it down there and things of that





1 nature.

2 So I'm speculating from this e-mail that I  
3 believe Bill on behalf of the North American accounts for  
4 GIS probably pulled some people from his team to help him  
5 in that effort, and I would guess so did people from GTS  
6 and from TMG.

7 Q. Would Gary Lewis have been in a position to  
8 know whether AMIP was part of an individual's salary?

9 A. I can't speak for him. I don't know.

10 Q. I understand that you're having difficulty  
11 reading this, but there's a box on the second page near  
12 the bottom that says "Gary Lewis."

13 MR. SEEGULL: You mean the third page?

14 MR. WILSON: Third page. I'm sorry.

15 BY MR. WILSON:

16 Q. I'm going to represent to you that in there it  
17 says, "These are the people who must be energized in  
18 order to meet our targets and we will significantly  
19 demotivate them if we reduce their salaries in this  
20 manner."

21 Does this change your opinion as to whether  
22 it's salary or not?

23 A. No. No. I would assume that Mr. Lewis was  
24 speaking loosely, but I can't speak for him.



1 Q. Does this indicate to you that there may have  
2 been some confusion at CSC as to whether the AMIP program  
3 was salary?

4 A. No.

5 Q. Have you talked to anybody who has indicated  
6 that the AMIP is part of salary?

7 A. No, sir.

8 Q. Is an individual's AMIP bonus earned by the  
9 individual over the course of the fiscal year?

10 A. No. It's earned based on the results at the  
11 end of the year and based on the calculation that's  
12 approved in the spreadsheet. The employee will take  
13 action to ensure that those objectives are achieved at  
14 the end of the year presumably throughout the year.

15 Q. So actions that are taken during the course of  
16 the year contribute to the final numbers in the final  
17 calculation, correct?

18 A. I would say they're necessary but not  
19 sufficient.

20 Q. What do you mean by "not sufficient"?

21 A. You can't have earned your AMIP until the  
22 calculation and the numbers come together at the end of  
23 the year with the formulas in the spreadsheet.

24 Q. Right. But actions that these individuals do



1 during the course of the fiscal year contribute to that,  
2 correct?

3 A. It's assumed that they will be doing actions to  
4 earn it throughout the year.

5 Q. Assumed by whom?

6 A. Well, by the leadership. The purpose of it is  
7 to incentivize them to hit that target at the end of the  
8 year.

9 Q. Without regard to when it's earned, would you  
10 agree that it is a bonus that is earned?

11 MR. SEEGULL: Objection. Hypothetical,  
12 calls for speculation, vague and ambiguous.

13 MR. WILSON: You can answer, sir.

14 A. I believe it's earned, yes. I would believe it  
15 is a bonus that is a reward for the performance that's  
16 laid out on the spreadsheet, yes.

17 Q. Are you eligible for the AMIP?

18 A. Yes.

19 Q. How long have you been eligible for it?

20 A. I have been in the program since I joined CSC  
21 in 1992.

22 Q. Have you been informed every year that you're  
23 eligible to participate?

24 A. I have had a worksheet to sign off every year



1 since I have been in the program. Yes.

2 Q. Does this worksheet come out at the end of the  
3 year?

4 A. No. The worksheet generally comes in the late  
5 summer.

6 Q. Was there ever a year that you didn't get the  
7 worksheet?

8 A. No.

9 Q. Do you have employees that work for you that  
10 are eligible for this program?

11 A. Yes, I do.

12 Q. Do you give them the worksheet every year?

13 A. Yes, I do.

14 Q. Is that generally in late summer?

15 A. Yes.

16 Q. Has there ever been an employee of yours that  
17 you haven't given the worksheet to?

18 A. Not to my knowledge, no.

19 Q. From the beginning of the fiscal year until you  
20 are given that worksheet, do you think you're still  
21 participating in that program?

22 A. I'm not exactly sure what you mean. If I don't  
23 have a worksheet, I don't have my objectives yet, so I  
24 guess I would anticipate it, but I would become



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1 increasingly concerned if I didn't have objectives set on  
2 a worksheet to know what I was shooting for.

3 Q. Has there ever been a year that you did not  
4 receive an AMIP bonus?

5 A. No.

6 Q. To your knowledge, were any of the plaintiffs  
7 in this lawsuit given notice of their ineligibility for  
8 the AMIP program prior to September 2003?

9 A. I don't know, honestly.

10 Q. You were aware prior to September 11th, 2003,  
11 that some individuals were going to be removed from the  
12 AMIP program, correct?

13 A. That's correct.

14 Q. When did you first become aware of this?

15 A. I don't clearly recall. We started an effort I  
16 remember, I think it was in the May -- April/May time  
17 frame to review of the changes and some of the budget  
18 pressures during that year, and I believe the activity  
19 started in the May time frame.

20 Q. You said "we." Who is "we"?

21 A. I was responsible for Global Infrastructure  
22 Services at the time, the North American region, which  
23 would include Global Infrastructure Services, Technology  
24 Management Group, and what was called ASD at the time,



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1 Application Services Division, would be the "we."

2 Q. Are there any individuals that you can name  
3 that were involved in this process?

4 A. Well, at my level I would have had the staff  
5 work it. So Marty Leidemer as my CFO would have been  
6 involved and Gus Siekierka as my HR director would have  
7 been involved. And they would have pulled together the  
8 correct constituents as appropriate to work the issue.

9 MR. WILSON: Larry, I'd him to look at  
10 document G.

11 MR. SEEGULL: Are you done with Owen  
12 Exhibit 1?

13 MR. WILSON: Yes. I'm going to ask the  
14 court reporter to mark this as Owen Exhibit 2.

15 (Owen Deposition Exhibit No. 2 was marked  
16 for identification.)

17 MR. WILSON: Do you have that in front of  
18 you yet, Larry?

19 MR. SEEGULL: No.

20 MR. WILSON: Let me know when you do.

21 MR. SEEGULL: Is this D-10241 through  
22 D-10242?

23 MR. WILSON: Yes.

24 MR. SEEGULL: Hold on. Okay.



1 MR. WILSON: Specifically, Mr. Owen, I'm  
2 going to be asking you about the second e-mail that  
3 starts at the bottom of page 1.

4 MR. SEEGULL: He's reading it now.

5 THE WITNESS: It's from Gus Siekierka.

6 MR. WILSON: Yes.

7 MR. SEEGULL: He's reading it now.

8 MR. WILSON: Okay.

9 THE WITNESS: Okay.

10 BY MR. WILSON:

11 Q. Mr. Owen, this e-mail is an e-mail to you,  
12 Mary Jo Morris, and Tony Doyle from Gus Siekierka,  
13 correct?

14 A. Tony Doye, yes.

15 Q. You said Gus Siekierka worked for you?

16 A. That's correct. He also provided HR support to  
17 the other two.

18 Q. Would the leaders of those two groups be  
19 Mary Jo Morris and Tony Doyle?

20 A. That's correct.

21 MR. SEEGULL: Tony Doye, D-o-y-e.

22 THE WITNESS: Mary Jo Morris is the  
23 president of GTS, which is Global Transformation  
24 Solutions. Its previous name was ASD, or Application



1 Services Division. Tony Doye is the president of TMG.

2 Q. And the first line of this e-mail says, "I have  
3 spoken with each of you about the need to restructure the  
4 AMIP program for FY04 for budget reasons."

5 A. Right.

6 Q. Can you explain what that conversation was  
7 about, what he said?

8 A. In fiscal year '04 we had a rather severe  
9 budget challenge in terms of decline in revenue from our  
10 clients and we had to do cost-cutting. We were in some  
11 rather protracted discussions around layoffs and were  
12 working on a number of cost-reduction initiatives that  
13 impacted people, mostly around reducing force.

14 And the restructuring of the AMIP program  
15 as we were going through many of those discussions, my  
16 recollection on my staff was that the anomaly of the AMIP  
17 program being applied nonuniformly across North America  
18 was a problem area that we felt if we could fix that, we  
19 wouldn't need to let as many people go.

20 Q. The date on this e-mail is June 12, 2003,  
21 correct?

22 A. Correct.

23 Q. So there had been no decision made as of  
24 June 12, 2003, correct?





1 A. I would assume that's correct, yes.

2 Q. On the second page, in the top paragraph there,  
3 five lines down, about halfway across, starting with the  
4 word "recognizing," states: "Recognizing that there may  
5 be Senior Managers with significant P & L or cost  
6 responsibility, we would grandfather some limited  
7 number."

8 A. Right.

9 Q. First of all, what is P & L?

10 A. Profit and loss.

11 Q. Excuse me. What was the first word?

12 A. Profit and loss responsibility.

13 Q. What's cost responsibility?

14 A. If you have revenue and you subtract all of  
15 your costs, the net result is profit. Some of our  
16 managers manage costs to a cost target. Others are  
17 higher in the business and are running what we call a  
18 P & L or a division or unit that will actually calculate  
19 and generate operating income.

20 Q. What was Gus saying here? What was Gus saying  
21 here?

22 A. Well, there was -- I believe I got involved in  
23 this debate earlier on in the year. There was a  
24 recognition that some people that were senior managers by



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1 reason of where they were in our matrix organization had  
2 inordinately high levels of responsibility that would  
3 make them comparable to a director in another business  
4 unit, and we were allowing that there might be a limited  
5 number of exceptions in these cases where they would be  
6 incentivized as if they were -- well, they would be  
7 allowed to remain on the AMIP program.

8 Q. Were there also some people that would remain  
9 eligible that it was wondered whether they should be  
10 taken off, if that question makes any sense?

11 MR. SEEGULL: I'm going to object. Vague.

12 MR. WILSON: I'll try to ask it again.

13 BY MR. WILSON:

14 Q. Were there some people that were directors that  
15 the reality of their job responsibilities -- that some  
16 thought that they should be taken off the AMIP program?

17 A. Hypothetically speaking, I would have made them  
18 redundant, but I don't recall. I don't recall specific  
19 instances of that, but at the group-president level,  
20 those people would have been two or three levels below  
21 me, so I would not necessarily have been involved in that  
22 transaction.

23 Q. I'd like you to look down the page to the  
24 next-to-last paragraph that starts with "Finally."



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1 A. Yes.

2 Q. It states: "Finally, we are just talking about  
3 North America here as this would be difficult to do in  
4 places like Europe due to contractual and legal reasons."

5 Do you have knowledge as to what he's  
6 talking about here?

7 A. Yes. Global Infrastructure Services had 22,500  
8 employees in 64 countries. In places like Europe, there  
9 is heavy trade union involvement and there is work  
10 council employment legislation where local law -- local  
11 government and trade unions have an active role in all  
12 matters of compensation in those countries, and they  
13 would require consultation and sort of extensive legal  
14 review to make any changes. Where in the United States  
15 we're more on an employment-at-will policy which makes it  
16 easier to do.

17 Q. This cutting across the board at a certain  
18 level, was that done in Europe?

19 A. The AMIP restructuring was not done in Europe,  
20 no.

21 Q. So it was just done in North America?

22 A. Right.

23 MR. WILSON: I believe that's all I have  
24 for Owen 2, Larry.



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1 Q. Mr. Owen, when did you first become aware that  
2 there was going to be this restructuring?

3 A. The restructuring of the AMIP program?

4 Q. Yes, sir.

5 A. I would have to say in the probably May time  
6 frame. It was one of many options on the table,  
7 including a large-scale reduction in force.

8 Q. The people that would be affected, were they  
9 given notice that there was a possibility they would be  
10 taken off?

11 A. I don't know. I don't believe so. I believe  
12 there would have been a lot of anxiety at the time  
13 because of the budget issues and I believe there were  
14 rumors around reduction in force. So my guess is people  
15 were very worried about being laid off.

16 Q. Is that the reason the communication was not  
17 made?

18 MR. SEEGULL: Objection.

19 MR. WILSON: You can answer, sir.

20 MR. SEEGULL: He said he didn't know --

21 A. I don't know whether or not the communication  
22 was made.

23 Q. How did you first become aware of this  
24 possibility?



1           A.       I would say Gus Siekierka and Marty Leidemer  
2       were probably working up scenario planning around the  
3       magnitude of cost reduction that we had to make in North  
4       America to meet the challenges of the drop in revenue,  
5       and this would have been proposed as an option because it  
6       was an anomaly that was discussed in the HR community  
7       prior to that. Because we move employees around between  
8       groups, having the most consistent and standard HR  
9       approach and policies across the board was advantageous  
10      to us.

11                        So it would have been something that would  
12      naturally have occurred to Gus and been mentioned to me  
13      and something that would have been proposed by  
14      Marty Leidemer as a viable alternative to getting our  
15      costs in line with our bid models and reducing the number  
16      of employees that we had to reduce.

17           Q.       You stated that one of the other alternatives  
18      was to reduce employees.

19           A.       Correct.

20           Q.       Who made the decision to reduce the AMIP  
21      eligibility as opposed to reducing employees?

22           A.       I think we did some of both, and I think the  
23      balance was arrived at through these discussions that you  
24      reference.



1 Q. Who made the final decision?

2 A. I made the final decision for GIS to go with  
3 the recommendations presented to me by Gus Siekierka.

4 Q. Did anybody else participate in making the  
5 decision?

6 A. There was discussion. I made the decision. I  
7 believe what Gus did is he went between Mary Jo, Tony,  
8 and I individually and we made the decision individually.

9 Q. Who were the discussions with?

10 A. What Gus would have done is -- referenced in  
11 the earlier e-mail that you showed me there was a working  
12 group. From my group it would have been Marty Leidemer  
13 and Bill Bancroft and several of his managers. There  
14 would have been comparable teams from GTS for Mary Jo and  
15 from TMG for Tony Doye. Gus worked those teams together  
16 which is illustrated in the e-mail traffic that you have  
17 shown me. He came up with a recommendation based on  
18 those teams' opinions and views and then that was sent to  
19 me for approval and I approved it and I believe Tony and  
20 Mary Jo did, as well.

21 Q. Did anybody raise any concerns about removing  
22 these people from the AMIP program?

23 A. We had concerns about employee morale. We had  
24 concerns about employees who may have done something that



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1 was above and beyond the call of duty at the end of the  
2 year who had been removed and not be appropriately  
3 rewarded. We had discussions around allowing  
4 discretionary benefit bonuses in those circumstances.  
5 The bulk of the discussion was around employee morale and  
6 things like that.

7 Q. What were the concerns with employee morale?

8 A. Any time you have a reduction in force or  
9 reduction in bonus or things like that, it's not a  
10 positive event for the employees, and we tried to make  
11 the decisions in the best interest of the company and as  
12 fairly as possible across the employee base. And I think  
13 that we did recognize that there would be some managers  
14 that were disaffected by this and that we would need to  
15 work to keep their morale up and keep them motivated.

16 Q. Did anybody raise a concern that it may be  
17 improper that this was being done retroactively?

18 MR. SEEGULL: Objection. Mischaracterizes  
19 the testimony.

20 BY MR. WILSON:

21 Q. Do you understand the question, sir?

22 A. I do. I would have relied on HR, Gus Siekierka  
23 and others in the HR community, to make sure that we were  
24 doing this appropriately and legally.



1 Q. But do you recall anybody raising that concern?

2 A. No. The only concern I remember being raised  
3 was the one I mentioned around allowing discretionary  
4 bonuses which I did.

5 Q. Did anybody raise the concern that it might be  
6 illegal to do it this way?

7 A. No.

8 MR. WILSON: Larry, I would like him to  
9 look at document E. It's the Code of Ethics. Starts  
10 Miller 143 through Miller 143.

11 MR. SEEGULL: I don't think we have that.  
12 I think we only had Miller 151.

13 MR. WILSON: Okay. That's the only page  
14 I'm going to be questioning him on.

15 MR. SEEGULL: I'm going to tell you right  
16 now it's very difficult for him to review it without the  
17 context. Maybe you want to pdf it or see what you can  
18 get out of him with just that one page.

19 MR. WILSON: I can have Maja pdf it real  
20 quick and e-mail it to you if that's what you want.

21 MR. SEEGULL: I think it's only fair to the  
22 witness.

23 MR. WILSON: Okay. Fair enough. I'll come  
24 back to that.

